

### Amendments to the Claims

1. (Cancelled)

2. (Cancelled)

3. (Currently amended) A tire having a tread of a rubber composition which is

prepared a process comprised of blending, based on 100 parts by weight (phr) of rubber:

(A) 100 phr of elastomers ~~comprised of~~ selected from the group consisting of

(1) about 25 to about 75 phr of aqueous emulsion polymerization prepared terpolymer rubber comprised of repeat units ~~derived from~~, said units selected from the group consisting of:

(a) about 49.5 to about 84.5 weight percent of 1,3-butadiene,

(b) about 15 to about 50 weight percent of styrene, and

(c) about 0.5 to about 5 weight percent of a co-monomer selected

from at least one of the group consisting of hydroxymethyl methacrylate, 2-hydroxyethyl methacrylate, 2-hydroxypropyl methacrylate (HPMA isomer), 3-hydroxypropyl methacrylate (HPMA isomer), 3-phenoxy-2-hydroxypropyl methacrylate, hydroxybutyl methacrylate, hydroxyhexyl methacrylate and hydroxyoctyl methacrylate,

(2) from 25 to about 75 phr of at least one additional conjugated diene-based elastomer, selected from the group consisting of homopolymers and copolymers of monomers selected from the group consisting of least one of isoprene and 1,3 butadiene and copolymers of monomers consisting of at least one of isoprene and 1,3-butadiene with styrene,

(B) about 40 to about 120 phr reinforcing filler selected from at least one of carbon black and particulate synthetic amorphous silica;

wherein said filler is comprised of

(1) about 35 to about 90 phr of carbon black and about 5 to about 30 phr of said synthetic amorphous silica, or

(2) about 5 to about 30 phr of carbon black and about 35 to about 90 phr of said synthetic amorphous silica, and

(C) about 1 to about 7 phr of at least one silica coupling agent having a moiety reactive with hydroxyl groups on the surface of the said synthetic amorphous silica and an additional moiety interactive with the said elastomer(s);

wherein said rubber composition is prepared by a process which comprises:

(1) blending, in at least one mixing step in an internal mixer and in the absence of free sulfur, said terpolymer rubber, and additional diene-based elastomer(s) if used, together with said reinforcing filler(s) to include a portion of said synthetic amorphous silica, to a temperature in a range of about 140°C to about 175°C;

(2) blending therewith in the same or subsequent mixing step in an internal rubber mixer and in the absence of free sulfur, said coupling agent and the remaining amount of said synthetic amorphous silica to a temperature in a range of about 140°C to about 175°C,

(3) subsequently blending free sulfur therewith in an internal rubber mixer to a temperature in a range of about 100°C to about 125°C.

4. (Cancelled)

5. (Cancelled)

6. (Cancelled)

7. (Original) The tire of claim 3 wherein said co-monomers are selected from at least one of 2-hydroxypropyl methacrylate and 3-hydroxy-propyl methacrylate.

8. (Previously presented) The tire of claim 3 wherein said co-monomers are a

blend of 2-hydroxypropyl methacrylate and 3-hydroxy-propyl methacrylate and in weight ratio in a range of from about 85/15 to about 60/40.

9. (Cancelled)

10. (Cancelled)

11. (Cancelled)

12. (Previously presented) The tire of claim 3 wherein said carbon black is present in an amount of about 35 to about 90 phr and said synthetic amorphous silica is present in amount of about 5 to about 30 phr whereby, insofar as the said carbon black and synthetic amorphous silica are concerned, the carbon black is in the majority.

13. (Previously presented) The tire of claim 3 wherein said carbon black is present in an amount of about 5 to about 30 phr and said synthetic amorphous silica is present in amount of about 35 to about 90 phr whereby, insofar as said carbon black and synthetic amorphous silica are concerned, the synthetic amorphous silica is in the majority.

14. (Cancelled)

15. (Previously presented) The tire of claim 3 wherein said synthetic amorphous silica is selected from at least one of precipitated silica and precipitated aluminosilicate.

16. (Previously presented) The tire of claim 3 wherein said silica-containing material is said synthetic amorphous silica and wherein said synthetic amorphous silica is selected from at least one of precipitated silica and precipitated aluminosilicate having a BET surface area in a range of about 80 to about 300 m<sup>2</sup>/g and a DBP value in a range of about 100 to about 350 cm<sup>3</sup>/100g.

17. (Previously presented) The tire of claim 3 wherein said silica-containing material is said synthetic amorphous silica and wherein said coupling agent is a bis(3-trialkoxysilylalkyl) polysulfide having an average of from 2.2 to 2.6 or from 3.5 to 4 connecting sulfur atoms in its polysulfidic bridge.

18. (Original) The tire of claim 17 wherein said coupling agent is a bis(3-triethoxysilylpropyl) polysulfide.

19. (Previously presented) The tire of claim 3 wherein said silica-containing material is said synthetic amorphous silica and wherein said coupling agent is a bis(3-triethoxysilylpropyl) polysulfide having an average of from 2.2 to 2.6 connecting sulfur atoms in its polysulfidic bridge.

20. (Previously presented) The tire of claim 3 wherein said silica-containing material is said synthetic amorphous silica and wherein said terpolymer rubber has a Tg in a range of about -65°C to about 0°C, and a non oil extended unvulcanized polymer Mooney (ML/4, 100°C) in a range from 50 to 120.